

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:

Greens 126, L.P. and
Oaks 198, L.P. and
Trails 240, L.P.

DEBTOR(S)

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§
§
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No. 08-36470
No. 08-36471
No. 08-36472

Chapter 11

**Application of Debtor for Authority to Employ And Enter Into Contract
With Creative Property Management Co.**

COME NOW, Greens 126, L.P., Oaks 198, L.P., and Trails 240 L.P., Debtors herein, and respectfully requests the following:

1. Debtors filed a petition for relief under Chapter 11 of the Bankruptcy Code on October 7, 2008, and are operating their respective businesses of managing and leasing apartments.

2. Debtors had a contract with Creative Property Management Co. ("CPM") at the time of the filing of the petition for relief. CPM was providing a variety of management services to Debtors in the operation of the properties. In addition to the management services, Debtors acquired their insurance through CPM's umbrella policy at a significant discount to the cost of insurance available on the open market. Shortly after filing, Debtors terminated the contract with CPM.

3. Debtors have since concluded that a relationship with CPM, albeit on a more limited basis, is in the best interest of Debtors and the Bankruptcy Estates. Maintaining this relationship allows Debtors to renew their insurance coverage under the CPM umbrella policy when the policy comes due for renewal on or about May 2009.

4. For the reasons stated above, Debtors are of the view that it is necessary for them to employ an experienced management company on a limited basis for the continuing operation. Debtors have sought the services of CPM and would suggest to this Court that CPM, be authorized to provide continuing management support consistent with the proposed contracts. Debtors feel CPM is well qualified in the roofing repair and construction and have selected CPM as the preferred services supplier based on their prior relationship and the access to the preferred insurance coverage. The webpage of CPM is attached as Exhibit A.

5. To the best of the Debtors' knowledge and belief, CPM is disinterested and does not hold or represent any interest adverse to the Debtors' bankruptcy estates, either individually or collectively. Moreover, CPM has no connections with the Debtors, creditors or any other party-in-interest, their respective attorneys and accountants, the United States Trustee or any person employed in the office of the United States Trustee other than as disclosed by CPM in the Verified Statement (Exhibit B) under Bankruptcy Rule 2014 filed contemporaneously herewith.

6. Retention and employment of CPM would be to the material benefit of the Debtors both through the continuing support and access to the preferred insurance.

7. The fees which would be charged to Debtors would be in accordance with the contracts attached as Exhibit C.

8. To date, CPM has not requested nor have they received a retainer post-petition in anticipation of the court's approval of this Motion to Employ and Enter Into Contract..

9. Any post-petition fees and expenses incurred by CPM for Debtors will be paid directly from funds received as from the ongoing operation (cash collateral), upon submission of an appropriated detailed invoice from CPM to Debtors, and upon approval of such invoices

by Debtors' secured creditor LMREC CDO II REO I, Inc. ("Legg Mason"). CPM understands that the funds to be used by Debtors to pay for their services are subject to the cash collateral order by the court. Unless the Court requests otherwise, Debtors and CPM do not anticipate requesting court approval for payment of the invoices consistent with the attached contracts.

10. Legg Mason does not oppose this Application and approves the employment of Craig Huffman and Solar Verde to perform the services as outlined in this Application.

WHEREFORE, PREMISES CONSIDERED, Greens 126, L.P., Oaks 198, L.P., and Trails 240, L.P., Debtors herein, request this Court to authorize the employment and permission to enter into contract with CPM to provide ongoing management services consistent with the attached contracts.

Respectfully submitted this the 26th of February, 2009

/s/ Andrew Zel

Andrew Zel, Project Manager

/s/ Michael Louis Catrett

Michael Louis Catrett

SBN 24049057

ADM 589119

Britt & Catrett, P.C.

4615 S.W. Fwy., Suite 500

Houston, TX 77027

(713) 666-0807

(713) 355-8382 facsimile

Certificate of Service

I, the undersigned, hereby certify that a true and correct copy of the foregoing instrument has been duly served upon the entities listed below by First Class Mail, Postage Pre-paid or by electronic means on this the 26th day of February, 2009.

U.S. Trustee:

Christine March
United States Trustee
Bob Casey Federal Building
515 Rusk Avenue, Suite 3401
Houston, Texas 77002

A-1 Helium & Balloons
2244 1st Street
Rosenberg, TX 77471

Aldine ISD
14909 Aldine Westfield Road
Houston, TX 77032-3027

Apartment Data Services
1500 South Dairy Ashford,
Suite 175
Houston, Texas 77077

Apple Pest Control

1422 Yale street
Housotn, Texas 77008

AT&T
P. O. Box 600670
Jacksonville, FL 32260

Centerpoint Energy
P. O. Box 2628
Houston, TX 77252-2628

Chao, Koy
5300 West Gulf Bank Road #1404
Houston, Texas 77088

Christine March
Untied States Trustee Office
Bob Casey Courthouse
515 Rusk St.
Houston, TX 77002

City of Houston, Water Dept.
P.O. Box 1560
Houston, TX 77251

Claudia Gomez

Creative Property Managment, Inc.
c/o Allen J. Segal
1200 Briarcrest, Suite 3100
Bryan, TX 77802

Briana Cioni/Peter D'Aprice
Stutzman, Bromberg,, Esserman & Plifka
2323 Bryan St. Suite 2200
Dallas, TX 75201

Direct Energy
P.O. Box 650273
Dallas, TX 75265-0273

First Advantage
P.O. Box 31462
Tampa Fla 33631-3462

Harris County et al
c/o John P. Dillman
Linebarger, Goggan

HPES
20202 Highway 59 North #325

Blair & Sampson
P.O. Box 3064
Houston, Texas 77253-3064

Humble, Texas 77338-2402

IRS- Insolvency Division
P. O. Box 21126
Philadelphia, PA 19114

Lee, James
1835 Conestoga Court
Merced, Ca 95348

Lee, Mae Po Sae
5300 West Gulf Bank Road #606
Houston, Texas 77088

Legg Mason Real Estate Capital III
10880 Wilshire Blvd, Suite 1750
Los Angeles, CA 90024

Lion Distributing
POB 565
Reisterstown MD 21136-0565

Marmill Landscaping
P.O. Box 771611
Houston, Texas 77215-1622
Attn. Elizabeth Hanks

O'Connor & associates
2200 North Loop
Houston

Real Page
4000 International Parkway,
Carrollton, Texas 75007

Rent.com
2425 Olympic Blvd. Suite 400E
Santa Monica, Ca

Solar Verde
20533 Biscayne Blvd. #765
Aventura, FL 33180

Thomas J. Masenga
Allen Matkins Leck Gamble
Mallory
& Natsis
515 S. Figueroa St., 7th Floor
Los Angeles, CA 90071-3398

Waste Management

PO Box 55409
Houston, Tx 77255-5409

Wilmar Supply
200 East Park Dr. Suite 200
Mt. Laurel, NJ 08054

Ameristar Glass
P.O. Box 29309
Dallas, TX 75229

Apartment Home Living

9430 research Blvd.
Echelon Building II, Suite 100
Austin, Texas 78759

Cyrus N. Ansari/Jared W. Hays
Stutzman, Bromberg,,
Esserman & Plifka
2323 Bryan St. Suite 2200
Dallas, TX 75201

Data Rush Couriers

1298 North Post Oak Rd.
Houston, TX 77055

For Rent . Com
75 Remittance Drive #1711
Chicago, Il 60675-1711

ECG Telephone
P.O. Box 606
Bartlesville, OK 74005

Houston Multi-Housing
4810 Westway Park Blvd.
Houston, Texas 77041

Kroger, Myers - LLP
3100 Wesleyan, Suite 300
Houston, TX 77027

Legg Mason Real Estate Capital III
10880 Wilshire Blvd, Suite 1750
Los Angeles, CA 90024

Message America
P.O. Box 682812
Houston, Texas 77268

Monitronics
8628 Innovation Way
Chicago, IL 60682-0086

Presto Supply
580 North Shepherd
Houston, Texas 77007

Ambit Energy
1801 North Lamar St., Suite 200
Dallas, TX 75202

Ameristar Glass
P.O. Box 29309
Dallas, TX 75229

Andrew Zel
5300 West Gulf Bank Road
Houston, TX 77088

AT&T
POB 5001
Carol Stream IL 60197-5001

Best Plumbing

Brilliant Promotional
1016 Harwin Dr., Suite 125
Houston, TX 77036

Buena Suerte
P.O. Box 740426
Houston, TX 77274

Captive Audience Marketing
5997 Brockton Ave., Suite B
Riverside, CA 90256

Craven Carpet
P.O. Box 801084
Houston, TX 77280

Creative Consultants
P.O. Box 790867
San Antonio, TX 78279

First Advantage
P.O. Box 31462
Tampa Fla 33631-3462

Great American
P.O. Box 4422
Houston, TX 77210

GreenSheet
P.O. Box 2025
Houston, TX 77252

Home Depot
PO Box 6029
The Lakes, Nevada 88901-6029

Houston Apartment Association

Houston Multi-Housing
4810 Westway Park Blvd.
Houston, Texas 77041

ICC Paints
same phone # as ICI Paints

ICI Paints
14130 Westheimer
Houston, Texas 77077

Job Target
225 State Street, Suite 300
New London, CT 06320

La Subasta
P.O. Box 740800
Houston, Texas 77274-0800

Lee, James
1835 Conestoga Court
Merced, Ca 95348

Lion Distributing
POB 565
Reisterstown MD 21136-0565

Lowes
PO Box 530954
Atlanta, GA 30353-0954

Message America
P.O. Box 682812
Houston, Texas 77268

Move for Free
8535 Wurzbach, Suite 101
San Antonio, TX 78240

Office Depot
P O Box 9020
Dept. 56-4204887268

Ricoh Customer Group
P. O. Box 730831
Dallas, TX 75373

Royal Chemical Corporation
P.O. Box 1601
Owings Mill, Md 21117

Royal Plumbing
6750 Long Point
Houston, Texas 77055

Saelee, May Poo
5300 West Gulf Bank Road #606
Houston, Texas 77088

South Cross Security
4008 Artdale
Houston, TX 77063

Toyota Financial Services
P.O. Box 650686
Dallas, TX 75265

/s/Michael Louis Catrett